

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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: In re : Chapter 11  
: :  
: DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)  
: :  
: Debtors. : (Jointly Administered)  
: :  
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ORDER PURSUANT TO 11 U.S.C. § 365(D)(4) EXTENDING DEADLINE TO ASSUME OR  
REJECT UNEXPIRED LEASE OF NONRESIDENTIAL REAL PROPERTY LOCATED AT  
4551 RESEARCH PARKWAY, WARREN, OHIO BETWEEN DELPHI AUTOMOTIVE  
SYSTEMS LLC AND ORIX WARREN, LLC

("ORIX WARREN 365(d)(4) DEADLINE EXTENSION ORDER")

Upon the motion, dated November 9, 2005 (the "Motion"), of Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), for an order under 11 U.S.C. § 365(d)(4) extending the deadline for the Debtors to assume or reject unexpired leases of nonresidential real property; and Orix Warren, LLC ("Orix Warren") having filed an objection to the Motion with respect to the lease for nonresidential real property located at 4551 Research Parkway, Warren, Ohio (the "Orix Lease") (Docket No. 1123) (the "Objection"); and this Court having granted the Motion and, on November 29, 2005, having entered an Order Pursuant to 11 U.S.C. § 365(d)(4) Extending Deadline To Assume Or Reject Unexpired Lease Of Nonresidential Real Property (Docket No. 1345), a copy of which is attached hereto as Exhibit 1 (the "365(d)(4) Order"); and Orix Warren having subsequently filed a notice of objection to the Motion, pursuant to the terms of the 365(d)(4) Order, dated September 21, 2006, and having scheduled this matter for a hearing on November 30, 2006 (Docket No. 5178); and upon the Debtors' reply to the Objection, dated

November 20, 2006 (Docket No. 5590); and upon Orix Warren's filing of the Notice Of Withdrawal Of Objection To Additional Extension Of Deadline To Assume Or Reject Unexpired Lease Of Nonresidential Real Property With Orix Warren, LLC (Docket No. 5940), dated November 29, 2006; and no other objections or responses to the Motion having been timely or properly filed; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The date by which the Debtors must assume or reject the Orix Lease is extended to and including June 7, 2007, without prejudice to the Debtors' right to seek from this Court further extensions of the assumption and rejection deadline with respect to the Orix Lease and the right of Orix Warren to seek from this Court a shortening of the deadline with respect to the Orix Lease for cause shown.

2. Except as set forth herein, the 365(d)(4) Order shall remain in full force and effect and is binding upon the Debtors and Orix Warren.

3. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

Dated: New York, New York  
December 11, 2006

/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE